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December 22, 2017

**VIA ECF**

Honorable Franklin L. Noel  
United States District Court  
9W U.S. Courthouse  
300 South Fourth Street  
Minneapolis, MN 55415

Re: NPG Records, Inc. et al v. Roc Nation LLC, et al.  
Court File No. 16-cv-3909 (JRT/FLN)

Dear Magistrate Judge Noel:

We write on behalf of Defendants Aspiro AB, WiMP Music, AS and Project Panther, Ltd. (collectively, the "TIDAL Parties") in connection with the December 20, 2017 hearing on the motion to compel of Plaintiffs NPG Records, Inc. and NPG Music Publishing, LLC.

Specifically, we write to seek the Court's permission to supplement the record with an affidavit from Marnie Fearon, Esq. of Gray Plant Mooty (attorney for Phaedra Ellis-Lamkins). This affidavit will confirm that, as set forth in the TIDAL Parties' opposition papers, Ms. Ellis-Lamkins and her attorneys engaged in communications during and after October 2016 with the TIDAL Parties and Roc Nation LLC and their counsel for purposes of addressing common legal interests and shared legal strategies, and fully intended and agreed that such communications would be privileged and confidential. The affidavit will also confirm that Diana Frappier was acting as counsel for Ms. Ellis-Lamkins during the time period, along with Ms. Fearon.

We respectfully request that Your Honor grant the TIDAL Parties leave to submit the affidavit described herein. This request is joined by Defendant Roc Nation LLC, without prejudice to its continuing argument that it is not a proper defendant in this case.

We thank you for your time and attention to this matter.

Respectfully submitted,

s/ Jeanette M. Bazis

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JB/sdm

cc: All Counsel via ECF